

RECORDATION NO. 65153 FILED

JUN 29 '11 -4 00 PM

# SURFACE TRANSPORTATION BOARD

**ALVORD AND ALVORD**  
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ELIAS C ALVORD (1942)  
ELLSWORTH C ALVORD (1964)

**June 29, 2011**

**Ms. Cynthia T. Brown**  
**Chief of the Section of Administration**  
**Office of Proceedings**  
**Surface Transportation Board**  
**395 "E" Street, S.W.**  
**Washington, D.C. 20423**

**Dear Ms. Brown:**

Enclosed for recordation pursuant to the provisions of 49 U.S.C. Section 11301(a) are two (2) copies of a Notice of Full Release of Security Interest, dated as of June 29, 2011, a secondary document as defined in the Board's Rules for the Recordation of Documents.

The enclosed document is a complete release and relates to the Memorandum of Loan and Security Agreement previously filed with the Board under Recordation Number 23153-A.

**The name and address of the party to the enclosed document are:**

**Lender:** **AIG-FP Funding (Cayman) Limited c/o Maples  
and Calder  
P.O. Box 309  
Ugland House South Church Street  
Georgetown, Grand Cayman Cayman Island  
KY1-1104**

**[Trustee: U.S Bank National Association , as successor  
to State Bank and Trust Company of  
Connecticut, National Association, not in its  
individual capacity but solely as Trustee  
225 Asylum Street, 23rd Floor  
Hartford, Connecticut 06103]**

Ms. Cynthia T. Brown  
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A description of the railroad equipment covered by the enclosed document is:

All railcars remaining under the loan and security agreement, as supplemented, appearing in the loan and security agreement memoranda and amendments thereto filed under this recordation number.

A short summary of the document to appear in the index is:

Notice of Full Release of Security Interest.

Also enclosed is a check in the amount of \$41.00 payable to the order of the Surface Transportation Board covering the required recordation fee.

Kindly return stamped copies of the enclosed document to the undersigned.

Very truly yours,



Robert W Alvord

RWA/bhs  
Enclosures

RECORDATION NO. 23153-I FILED

JUN 29 '11 -4 00 PM

*Execution Copy*

**NOTICE OF FULL RELEASE OF SECURITY INTEREST  
SURFACE TRANSPORTATION BOARD**

The undersigned, AIG-FP FUNDING (CAYMAN) LIMITED, a limited liability company organized under the laws of the Cayman Islands (the "Lender"), for good and valuable consideration, the receipt and sufficiency of which are acknowledged, hereby gives notice that it does hereby terminate, release and discharge any and all security interests held by it on all railroad equipment granted pursuant to the Loan and Security Agreement (RAIL-2000-NL) dated as of September 27, 2000, as amended, modified or supplemented (the "Loan and Security Agreement"), between U.S. BANK NATIONAL ASSOCIATION (successor in interest to State Street Bank and Trust Company of Connecticut, National Association), not in its individual capacity, but solely as Trustee, and the Lender.

A Memorandum of Loan and Security Agreement was duly filed and recorded with the Surface Transportation Board (the "Board") on October 6, 2000 under Recordation Number 23153-A. In addition thereto, the documents listed in Exhibit A which relate to the Loan and Security Agreement were duly filed with the Board. Similar documentation was filed with the Registrar General of Canada pursuant to section 105 of the Canada Transportation Act as noted in Exhibit B. This document constitutes a release of all interests, claims, liens or encumbrances over all railroad equipment at any time covered by the Loan and Security Agreement and identified in the primary and secondary filings made under Recordation Number 23153.

This Notice of Full Release of Security Interest is executed without prejudice to the rights or obligations of the parties which expressly survive under the Loan and Security Agreement or the termination agreement between the parties.

Dated: June 29, 2011

[Signature Page Follows]

AIG-FP FUNDING (CAYMAN) LIMITED

By: 

Name:

Title:

**CHRISTIAN TOFT  
AUTHORIZED SIGNATORY**

STATE OF CONNECTICUT

COUNTY OF FAIRFIELD

)  
ss. *W. Iken*  
)

On this 22<sup>nd</sup> day of June, 2011, before me personally appeared Christian Toft, to me personally known, who, being duly sworn, did say that (s)he is a(n) authorized signatory of AIG-FP FUNDING (CAYMAN) LIMITED, and that said instrument was signed on behalf of said corporation by authority of its board of directors, and (s)he acknowledged said instrument to be the free act and deed of said corporation.

IN TESTIMONY WHEREOF, I have hereunto set my hand and affixed my official seal in the County and State aforesaid, the day and year first above written.

  
NOTARY PUBLIC

My commission expires:

**Amie Melashkewich  
NOTARY PUBLIC  
State of Connecticut  
My Commission Expires 11/30/2013**

NOTICE OF FULL RELEASE OF SECURITY INTEREST (RAIL-2000-NL)

**Exhibit A**  
**(RAIL-2000-NL)**

1. Memorandum of Lease Agreement and Lease Supplement dated as of September 27, 2000 by and between State Street Bank and Trust Company of Connecticut, National Association, not in its individual capacity, but solely as Trustee, Lessor, and General Electric Capital Corporation, Lessee, filed with the Board on October 6, 2000 under Recordation Number 23153.
2. Memorandum of Loan and Security Agreement dated as of September 27, 2000 by and between State Street Bank and Trust Company of Connecticut, National Association, not in its individual capacity, but solely as Trustee, and AIG-FP Funding (Cayman) Limited, Lender, filed with the Board on October 6, 2000 under Recordation Number 23153-A.
3. Notice of Change of Owner Trustee dated August 27, 2004 by U.S. Bank National Association, filed with the Board on September 22, 2004 under Recordation Number 23153-B.
4. Memorandum of Amendment to Memorandum of Lease Agreement and Lease Supplement dated as of February 28, 2008 between U.S. Bank National Association, as successor to State Street Bank and Trust Company of Connecticut, National Association, not in its individual capacity, but solely as Trustee, Lessor, and General Electric Capital Corporation, Lessee, filed with the Board on March 5, 2008 under Recordation Number 23153-C.
5. Memorandum of Amendment to Memorandum of Loan and Security Agreement dated as of February 28, 2008 between U.S. Bank National Association, as successor to State Street Bank and Trust Company of Connecticut, National Association, not in its individual capacity, but solely as Trustee, and AIG-FP Funding (Cayman) Limited, Lender, filed with the Board on March 5, 2008 under Recordation Number 23153-D.
6. Memorandum of Amendment to Memorandum of Lease Agreement and Lease Supplement dated as of September 17, 2008 between U.S. Bank National Association, as successor to State Street Bank and Trust Company of Connecticut, National Association, not in its individual capacity, but solely as Trustee, Lessor, and General Electric Capital Corporation, Lessee, filed with the Board on October 10, 2008 under Recordation Number 23153-E.
7. Memorandum of Amendment to Memorandum of Loan and Security Agreement dated as of September 17, 2008 between U.S. Bank National Association, as successor to State Street Bank and Trust Company of Connecticut, National Association, not in its individual capacity, but solely as Trustee, and AIG-FP Funding (Cayman) Limited, Lender, filed with the Board on October 10, 2008 under Recordation Number 23153-F.
8. Memorandum of Amendment to Memorandum of Lease Agreement and Lease Supplement dated as of June 28, 2010 between U.S. Bank National Association, as

successor to State Street Bank and Trust Company of Connecticut, National Association, not in its individual capacity, but solely as Trustee, Lessor, and General Electric Capital Corporation, Lessee, filed with the Board on June 29, 2010 under Recordation Number 23153-G.

9. Memorandum of Amendment to Memorandum of Loan and Security Agreement dated as of June 28, 2010 between U.S. Bank National Association, as successor to State Street Bank and Trust Company of Connecticut, National Association, not in its individual capacity, but solely as Trustee, and AIG-FP Funding (Cayman) Limited, Lender, filed with the Board on June 29, 2010 under Recordation Number 23153-H.

**Exhibit B**  
**(RAIL-2000-NL)**

1. Memorandum of Lease Agreement and Lease Supplement dated as of September 27, 2000 by and between State Street Bank and Trust Company of Connecticut, National Association, not in its individual capacity, but solely as Trustee, Lessor, and General Electric Capital Corporation, Lessee, deposited in the Office of the Registrar General of Canada on October 2, 2000 at 3:11 p.m.
2. Memorandum of Loan and Security Agreement dated as of September 27, 2000 by and between State Street Bank and Trust Company of Connecticut, National Association, not in its individual capacity, but solely as Trustee, and AIG-FP Funding (Cayman) Limited, Lender, deposited in the Office of the Registrar General of Canada on October 2, 2000 at 3:12 p.m.
3. Notice of Change of Owner Trustee dated August 27, 2004 by U.S. Bank National Association, deposited in the Office of the Registrar General of Canada.
4. Memorandum of Amendment to Memorandum of Lease Agreement and Lease Supplement dated as of February 28, 2008 between U.S. Bank National Association, as successor to State Street Bank and Trust Company of Connecticut, National Association, not in its individual capacity, but solely as Trustee, Lessor, and General Electric Capital Corporation, Lessee, deposited in the Office of the Registrar General of Canada.
5. Memorandum of Amendment to Memorandum of Loan and Security Agreement dated as of February 28, 2008 between U.S. Bank National Association, as successor to State Street Bank and Trust Company of Connecticut, National Association, not in its individual capacity, but solely as Trustee, and AIG-FP Funding (Cayman) Limited, Lender, deposited in the Office of the Registrar General of Canada.
6. Memorandum of Amendment to Memorandum of Lease Agreement and Lease Supplement dated as of September 17, 2008 between U.S. Bank National Association, as successor to State Street Bank and Trust Company of Connecticut, National Association, not in its individual capacity, but solely as Trustee, Lessor, and General Electric Capital Corporation, Lessee, deposited in the Office of the Registrar General of Canada.
7. Memorandum of Amendment to Memorandum of Loan and Security Agreement dated as of September 17, 2008 between U.S. Bank National Association, as successor to State Street Bank and Trust Company of Connecticut, National Association, not in its individual capacity, but solely as Trustee, and AIG-FP Funding (Cayman) Limited, Lender, deposited in the Office of the Registrar General of Canada.
8. Memorandum of Amendment to Memorandum of Lease Agreement and Lease Supplement dated as of June 28, 2010 between U.S. Bank National Association, as successor to State Street Bank and Trust Company of Connecticut, National Association, not in its individual capacity, but solely as Trustee, Lessor, and General Electric Capital

Corporation, Lessee, deposited in the Office of the Registrar General of Canada on June 28, 2010 at 2:33 p.m.

9. **Memorandum of Amendment to Memorandum of Loan and Security Agreement dated as of June 28, 2010 between U.S. Bank National Association, as successor to State Street Bank and Trust Company of Connecticut, National Association, not in its individual capacity, but solely as Trustee, and AIG-FP Funding (Cayman) Limited, Lender, deposited in the Office of the Registrar General of Canada on June 28, 2010 at 2:33 p.m.**

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**CERTIFICATION**

I, Robert W. Alvord, attorney licensed to practice in the State of New York and the District of Columbia, do hereby certify under penalty of perjury that I have compared the attached copy with the original thereof and have found the copy to be complete and identical in all respects to the original document.

Dated: \_\_\_\_\_

6/29/11



\_\_\_\_\_  
Robert W. Alvord